UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE "A MILLION LITTLE PIECES" LITIGATION

No. 06-md-1771

Hon. Richard J. Holwell

DECLARATION OF EVAN J. SMITH, ESQUIRE IN SUPPORT OF PLAINTIFFS' MOTION FOR FINAL APPROVAL OF SETTLEMENT

I, Evan J. Smith, Esquire, hereby declare:

1. I am an attorney, duly licensed and admitted to practice law in the State of New York and in this Court. I am a partner in the law firm of Brodsky & Smith, LLC, and co-Class Counsel in these coordinated proceedings. I have personal knowledge of the facts set forth in this Declaration. If called upon and sworn as a witness, I could and would competently testify to these facts.

2. As previously stated in my declaration in January 2007 in support of preliminary approval, which is incorporated by references as though it was more fully set forth herein, the proposed settlement resulted from substantial arms-length negotiations among the parties, spanning over five months and involving hundreds of phone calls, e-mails, and meetings.

3. In March of 2006, Larry D. Drury and I, worked to coordinate a group of plaintiffs' counsel to negotiate with counsel for defendants Random House and Frey.

4. Class Counsel kept other plaintiffs' counsel apprised of the developments in the settlement negotiations, and regularly received input from the wider plaintiffs' group on proposed responses to proposals submitted by Defendants. These extensive negotiations ultimately resulted in the proposed settlement which was reviewed and approved by eleven plaintiffs' counsel.

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5. In addition, Plaintiffs did not finally settle this Action against the Defendants until they performed additional confirmatory discovery (including the review of 2000 pages of documents), confirming the fairness and adequacy of the Settlement.

6. Class Counsel reviewed confirmatory discovery documents, including sales numbers, book rate of return, pricing information, Frey's royalties and customer comments. Class Counsel confirmed that there were approximately 3.5 Million books sold.

7. After the Court granted preliminary approval, I observed the Court's decision being covered by a number of media outlets, including but not limited to, *the New York Times, The Wall Street Journal, and MSNBC*.

8. Based upon my experience and review of the materials produced and representations of counsel, I have concluded that this Settlement Agreement is fair, reasonable, adequate, and in the best interests of the Settling Class and should be approved in its entirety.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Dated: September 24, 2007

/s Evan J. Smith, Esquire (ES3254)
Evan J. Smith, Esquire (ES3254)